

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

WOOD RIVER CHRISTIAN SCHOOL INCORPORATED
File number C 113887

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of WOOD RIVER CHRISTIAN SCHOOL INCORPORATED duly signed pursuant to the provisions of the Idaho Nonprofit Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: February 26, 1996



Pete T. Cenarrusa
SECRETARY OF STATE

By *Anna Sisk*

ARTICLES OF INCORPORATION of WOOD RIVER CHRISTIAN SCHOOL Incorporated a Nonprofit Corporation

ARTICLE I - NAME

The name of the Corporation is WOOD RIVER CHRISTIAN SCHOOL Incorporated.

ARTICLE II - PERIOD OF DURATION

The period of duration of the Corporation is perpetual.

ARTICLE III - PURPOSES AND POWERS

Section 1 - Purposes. The purpose for which this Corporation is organized is to establish, maintain, promote, and operate a Christian school which is charitable, religious/educational, and which may make distributions to organizations under 501(c)(3) of the Internal Revenue Code of 1954 (or any amendment thereof).

Section 2 - Mission. The specific mission of this Corporation is shall be:

The mission of WOOD RIVER CHRISTIAN SCHOOL is to educate each student to see and admire, to reverence and adore, to love and delight in God, as exhibited in his works. WOOD RIVER CHRISTIAN SCHOOL desires to see the sanctification of the student's studies by seeing them devoted to God, where He is the end, the object, and the life of them all. Therefore, theology must lay the foundation, and lead the way of all studies. On a practical level, WOOD RIVER CHRISTIAN SCHOOL seeks to provide all that series of instruction and discipline intended to enlighten the understanding, correct the temper, form the manners and habits of youth, and fit them for usefulness in their future stations.

Section 3 - Powers. This Corporation is organized pursuant to the laws of the State of Idaho and no part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members,

officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof.

Section 4 - Carrying Out of Purposes and Exercise of Powers in Any Jurisdiction. The Corporation may carry out its purposes and exercise its powers in any state, territory, district, or possession of the United States, or any foreign country.

Section 5 - Direction of Purposes and Exercise of Powers of Directors. The Board of Directors (School Board), subject to any specific written limitations or restrictions imposed by these Articles of Incorporation, shall direct the carrying out of the purposes and exercise the powers of the Corporation.

Section 6 - Limitation on Activities. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) of any political campaign on behalf of any candidate for public office.

Section 7 - Activities Limited by Tax Code. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or any amendment thereof) or (b) by a corporation as a contribution to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or any amendment thereof).
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Section 8 - No Loans. No loan shall be made by the Corporation to any officer or director.

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Section 9 - Dissolution. Upon the dissolution of the Corporation, the Board of Directors (School Board) shall, after paying or making provision for the payment of all the liabilities of the Corporation, dispose of all the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954 (or any amendment thereof) as the Board of Directors (School Board) shall determine. Any such assets not so disposed of shall be disposed of by the District Court of any county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IV - MEMBERS

Section 1 - Members. The Corporation shall have members. Qualifications for members shall be set forth in the Corporation's Bylaws.

Section 2 - Voting Members. Voting members shall be limited to (1) approval or disapproval of nominations for election by the Board of Directors (School Board) to the position of Director and (2) approval or disapproval of proposals for enactment by the Directors of changes to the Articles of Incorporation or Bylaws. No vote of members for these purposes shall be required prior to the Corporation's first acquiring legal title to real estate.

ARTICLE V - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

Section 1 - Registered Office. The address of the initial registered office of the Corporation is: *PO Box 3381/217 N River St., Hailey, Idaho 83333.*

Section 2 - Registered Agent. The name of the initial registered agent of the Corporation at that address is: *Timothy D. Barrett.*

ARTICLE VI - DIRECTORS

Section 1 - Number of Directors. The number of Directors may be increased or decreased from time to

time by amendment to the Bylaws; but no decrease shall have the effect of reducing such number below five or of shortening the term of any incumbent Director.

Section 2 - Initial Board of Directors. The initial Board of Directors (School Board) shall consist of those persons whose names and addresses are listed below:

Name: *Diane Dale*

Address: *PO Box 2528, Hailey, Idaho 83333*

Name: *Donna Alfs*

Address: *PO Box 850, Ketchum, Idaho 83340*

Name: *Greg Ferris*

Address: *PO Box 1068, Ketchum, Idaho 83340*

Name: *Karsten Fostvedt*

Address: *PO Box 5248, Ketchum, Idaho 83340*

Name: *Carol Peterson*

Address: *10304 Hwy. 75, Bellevue, Idaho 83313*

ARTICLE VII - INCORPORATOR(S):

Name: *Diane Dale*

Address: *PO Box 2528, Hailey, Idaho 83333*

Name: *Timothy Barrett*

Address: *PO Box 791, Hailey, Idaho 83333*

IN WITNESS WHEREOF, WE have set our hands this 14th day of February, 1996.

Diane Dale

Incorporator

Timothy D Barrett

Incorporator

I hereby declare that I am the person who executed the foregoing Articles of Incorporation, which said execution is my act and deed.

Diane Dale

President of the Board